

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

CIMC RAFFLES OFFSHORE (SINGAPORE) PTE.  
LTD. and YANTAI CIMC RAFFLES OFFSHORE  
LIMITED,

Petitioners,

13 Civ. 4932 (JSR)

v.

13 Civ. 4933 (JSR)

BAERFIELD DRILLING LLC,  
SORATU DRILLING LLC

Respondents.

**DECLARATION OF FERNANDO SCHAHIN**

I, Fernando Schahin, declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct, pursuant 28 U.S.C. § 1746:

1. I am the Chief Financial Offer for the group of companies commonly referred to as Grupo Schahin or the Schahin Group. Unless otherwise stated, I have personal knowledge of the information set forth herein, and if called to testify in this matter would testify as set forth herein.

2. As stated in my previous declaration in the above-captioned matters, Docket No. 13, the only assets Baerfield Drilling LLC (“BDL”) and Soratu Drilling LLC (“SDL”) have in New York are twelve project accounts that are part of the Black Gold project financing structure. Only the Administrative Agent, Portigon, and the Collateral Agent, Deutsche Bank Trust Company Americas, have control over these project accounts.

3. Of the twelve accounts held in the name of BDL and SDL, only the BDL Offshore Revenue Account and the SDL Offshore Revenue Account have been used in 2013. None of the other ten accounts have had any activity, or any balance, at any time in 2013.

4. Based on a “Consent To Agreement Of Credit Rights” signed between Respondents and Petroleo Brasileiro S.A. – Petrobras, sums paid to Respondents each month for the chartering of the S.S. Amazonia and the S.S. Pantanal are paid directly into the BDL and SDL Offshore Revenue Accounts, respectively, which are in the possession of the Collateral Agent, Deutsche Bank Trust Company Americas. The Collateral Agent immediately transfers any funds in the BDL and SDL Offshore Revenue Accounts to the Offshore Revenue Account held in the name of Black Gold.

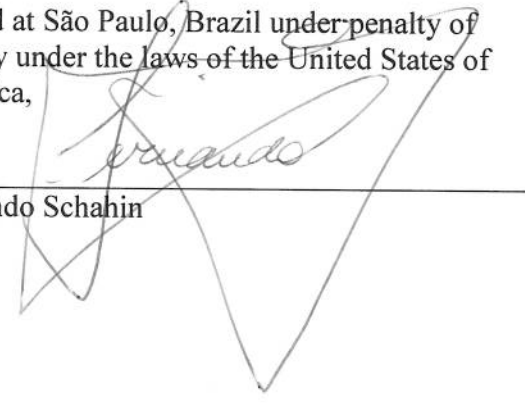
5. Six of the remaining ten accounts have not been used for at least the last three years: the BDL Loss Proceeds Account, the BDL Delay Insurance Proceeds Account, the BDL Penalties Escrow Account, the SDL Construction Account, the SDL Loss Proceeds Account, and the SDL Mobilization Fee Account. Of the four remaining accounts, the SDL Penalties Escrow Account is the last account to have had any activity of more than a dollar, and that was in August 2012.

6. Attached hereto at Exhibit A is a true and correct copy of “Claimants’ Pre-Hearing Submission” for the New York arbitration of the Advance and Equity Conversion Agreements (“ECAs”).

7. Attached hereto at Exhibit B is a true and correct copy of “Claimants’ Reply to Respondents’ Memorial.”

Dated: São Paulo, Brazil  
September 3, 2013

Signed at São Paulo, Brazil under penalty of  
perjury under the laws of the United States of  
America,

By:   
Fernando Schahin